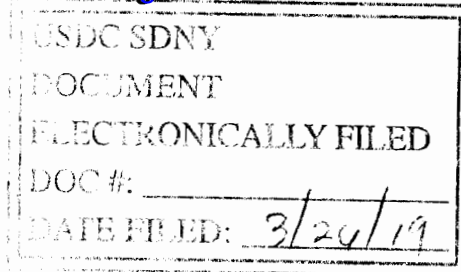


UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK



-----X  
In re MICHAEL STAPLETON ASSOCIATES, LTD.

MASTER FILE: 17 Civ. 5468 (AJN)

-----X

**ORDER GRANTING PERMISSION TO FILE DOCUMENT UNDER SEAL**

GABRIEL W. GORENSTEIN  
Chief United States Magistrate Judge

The parties to this case intend to file a Joint Motion for Preliminary Approval of Settlement of this class and collective action. The Settlement Agreement the parties intend to enter into provides that, if the level of participation in the Rule 23 class in this case falls below a certain threshold, Defendants will have the option to cancel the settlement agreement (a provision commonly known as “blow-out” or “blow-up” clause).

The parties have memorialized their blow-out clause in a writing titled, “Stipulation and Agreement to Blow-Out Provision” (the “Blow-out Stipulation”), a redacted version of which annexed hereto.

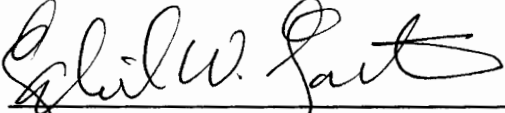
The parties move for permission to file their Blow-out Stipulation under seal. More specifically, the parties seek to keep the threshold of non-participation by class member that will trigger the Defendants’ right to cancel the settlement confidential by redacting that number from the Blow-out Stipulation when it is filed with the Court.

It is hereby ORDERED that:

1. The Parties’ motion for leave to file their Blow-out Stipulation under seal with the threshold that triggers the Defendants’ right to cancel the settlement redacted is GRANTED.

2. The Parties may file with their motion for preliminary approval of the settlement in this case their Blow-out Stipulation with the threshold that will trigger the Defendants' right to cancel the settlement redacted in the same fashion as the copy of the stipulation annexed <sup>to document 47</sup> hereto.

BY THE COURT:



Hon. Gabriel W. Gorenstein  
Chief United States Magistrate Judge

Dated: March 26, 2019